

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MINNESOTA  
FOURTH DIVISION**

MEDTRONIC, INC., a Minnesota  
corporation, and MEDTRONIC USA, INC.,  
a Minnesota corporation,

Plaintiffs,

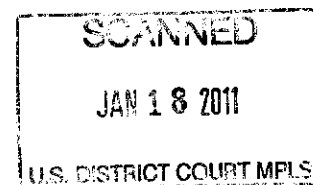
vs.

RORY CARMICHAEL,

Defendant.

**MOTION FOR LEAVE TO FILE THE  
COMPLAINT UNDER SEAL**

Defendant Rory Carmichael (hereinafter "Carmichael") respectfully moves this Court for an Order granting Carmichael leave to file the attached Complaint (Exhibit A hereto) under seal, pursuant to Federal Rule of Civil Procedure 5.2(d). As a preliminary matter, the state court action was filed under seal at the *ex parte* motion by the plaintiffs and the State Court granted such request (Exhibit C hereto). Carmichael, therefore, seeks to have this Complaint, upon removal to the federal court, filed under seal. Also, although alleged and referenced in the Complaint, plaintiffs did not provide a copy of the Separation Agreement, which agreement contains a clause whereby the venue and jurisdiction provisions of the Employment Agreement have been and are superseded and, thus, not applicable. Because the Separation Agreement (Exhibit B hereto) contains private and personal financial information, Carmichael also requests leave to file such Agreement under seal with this Court.



By this request, however, Carmichael does not waive the right to challenge the designation of information contained in the Complaint or contained in the attachments to the Complaint as containing or identifying any of plaintiffs' "confidential" information.

**FOLEY & MANSFIELD, P.L.L.P.**

Dated: January 18, 2011

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